



# NOTICE OF ANNUAL GENERAL MEETING FOR FIRST NATIONAL BANK OF ESWATINI LIMITED

Notice is hereby given that an Annual General Meeting (AGM) of First National Bank of Eswatini Limited for the year ended 30 June 2026 will be held at FNB Head Office, Ezulwini at noon on 30 October 2026. The purpose of the AGM is to consider and, if deemed fit, pass the following resolutions with or without modification:

1. To approve the Minutes of the Annual General Meeting held on 31 October 2025.
2. To receive, consider and adopt the Audited Annual Financial Statements for the year ended 30 June 2026, together with the related Reports of the Board of Directors and Independent External Auditors. The Audited Financial statements of First National Bank of Eswatini for the year ended 30 June 2026 are signed and issued as at 08 September 2026.
3. In order to comply with Section 20(1)(a)(ii) of the Financial Institutions Act, 2005, members are to note that E25 714 380 has been transferred to a Statutory Reserve Account, being an amount not less than 10% of the net profit for the period.
4. To note and confirm an interim dividend of 55 cents per share totalling E 73 150 000 for the six-month reporting period ended 31 December 2025, and a final dividend of 41 cents per ordinary share, amounting to E54 530 000 for the financial year ended 30 June 2026. Therefore, 96 cents per ordinary share, amounting to E127 680 000, has been declared from the Company's income reserves for the 12 months ended 30 June 2026.
5. To note and confirm the appointment of Mr Banele Nyamane as a non-executive director of First National Bank of Eswatini Limited, effective 02 January 2026.
6. To note and confirm the appointment of Mr Dumsani Dlamini as an independent non-executive director of First National Bank of Eswatini Limited, effective 01 April 2026.
7. To note and confirm the appointment of Mr Warren Adams as a non-executive director of First National Bank of Eswatini Limited, effective 01 July 2026.
8. To note and confirm the resignation of Mr Vahid Monadjem, an independent non-executive director of First National Bank of Eswatini Limited, effective 19 January 2026.
9. To note and confirm the retirement of Ms Samantha Balsdon, a non-executive director of First National Bank of Eswatini Limited, effective 21 April 2026.
10. To note in terms of Article 21.1 of the Company's Articles of Association that Ms Elizabeth Arden, Dr Jeremiah Gule and Mr Sikhumbuzo Tsabedze retire by rotation as directors and, being willing and eligible, respectively offer themselves for re-election and their abridged curricula vitae have been included in the resolutions.
11. To note and confirm the re-appointment of Ms Elizabeth Arden, an independent non-executive director and chairperson of the board, Dr Jeremiah Gule, an independent non-executive director and Mr Sikhumbuzo Tsabedze, an independent non-executive director, and to confirm that they retain their membership of the committees on which they served before the retirement by rotation.
12. To approve the non-executive directors' fees increase of 2.4% with effect from 01 January 2027.
13. To authorise the Board of Directors to appoint external independent Auditors for the ensuing year and to determine the remuneration of the company's External Auditors.
14. To approve an amendment to the Articles of Association to incorporate the role of Lead Independent Director (LID) alongside the Deputy Chairperson and to authorise Management to take all actions necessary to implement and give effect to the amendment.

A member entitled to attend, and vote is entitled to appoint a proxy to attend, speak, and vote on their behalf. Proxy forms should be forwarded to the Company Secretary or the office of the Transfer Secretaries on or before 12:30 pm on Thursday, 29 October 2026.

By Order of the Board

H Msibi  
Company Secretary

## Auditors



PricewaterhouseCoopers  
Rhus Office Park  
Karl Grant Street  
Mbabane

## Sponsoring Broker



3<sup>rd</sup> Floor,  
Fincorp Building  
Cnr Gwamile & Dabede Street  
Mbabane

## Transfer Secretaries



SNG Grant Thornton Eswatini  
Proprietary Limited  
Umkhiwa House  
Lot 195 Karl Grant Street  
Mbabane